

Oakbridge Community Services Association

Minutes • Board Meeting • 2020 Dec. 9

1. Call to Order and Quorum Count

Meeting called to order via Zoom at 7:03 PM by President Darwin.

7 Board members on line: Mark Allen, Kraig Bodie (Vice-President), Abigail Darwin (President), Brent Denton, Brian Shah, Laura Schweitzer (Treasurer), and Jordan Speicher; also on line: Richard S. Russell (Secretary)

2. Adoption of the Agenda

Without objection, accepted as distributed.

3A. Introductions of Members and Guests

Guests: Tiffany Helgerson

3B. Remarks by Guests

none

4A. President's Report

none

4B. Treasurer's Report for November

- *Deposits:* none.
- *Expenses:* Check #1199 for \$178.78 on 19th to city treasurer; #1226 for \$274.30 on 7th to Lawn Care Plus for lawn mowing and trimming on Oct. 6 and 13.
- *Cash on hand* at end of month: \$16,954.49.

4C. Secretary's Report

(1) Minutes of virtual Board meeting of Nov. 18 were distributed; approved without objection.

(2) NextDoor update: No change.

(3) Draft of proxy and candidacy-declaration forms: Richard presented his proposals for forms to allow members to declare their candidacy for positions on the Board of Directors and for authorizing a proxy to vote on a member's behalf at the annual meeting.

4D. Architectural Review Board Report

Action on applications, appeals, and complaints: 2 applications were submitted, both were approved almost immediately. We need to notify homeowners that they should submit their applications **before** hiring a contractor.

4E. Social Committee Updates

Tiffany suggested a "Holliday Lights Walk" (socially distanced, of course) through the neighborhood. Possibly it could include hot chocolate and music, just as an opportunity to renew the sense of community.

Abigail said it was a really good idea, but other social activities like the 4th of July parade or Halloween had been put off this year because of the pandemic and concerns that we might be held liable for any contagion that might occur.

Brent said it would be a great idea to set a target date to have all the decorations up for anyone who wanted to just stroll around and see them all.

Tiffany also suggested that we could have a "best decorated house" contest. Referred to Social Committee to be organized.

4F. Webmaster Report

Jordan reported that everything is now up to date.

5A. Bylaw Amendment on Declaration of Candidacy for Board of Directors

(1) Action on amendment: Brian moved, Abigail 2nded, to amend §3.3 of the Bylaws thus:

3.3 Method of Nomination. Candidates for election shall either file a statement declaration of candidacy with the Secretary prior to the election portion of the annual meeting with the Board of Directors or declare their candidacy at the annual meeting. The statement declaration of candidacy shall include the candidate's name, and address, signature and any information which the candidate thinks may be relevant to his or her candidacy. ~~The declaration of candidacy at the annual meeting shall also include the candidate's name, address and any information which the candidate thinks may be relevant to his or her candidacy.~~

Main motion approved without objection.

(2) Approval of candidacy-declaration form: Abigail moved, Jordan 2nded, to adopt the candidacy-declaration form drafted by the Secretary. The form was displayed on screen, and suggestions to add a sentence "To be completed by the prospective candidate only" and to replace the Secretary's personal e-mail address with "secretary@oakbridge.community" were incorporated immediately. Resultant amended form approved without objection.

5B. Bylaw Amendment on Eligibility for Architectural Review Board Membership

Brian moved, Abigail 2nded, to amend Article 10 of the Bylaws thus:

10.1 Composition. The Board of Directors shall appoint the Architectural Review Board ~~which (ARB), at its first meeting after the annual meeting. The ARB shall be composed of a chairman, who shall be a Director, and four five members. At , at least three of the members of whom shall be appointed from the community residents of Oakbridge and at least one of the members whom shall be a Director. The ARB shall choose its own chair, who must be a Director. A~~

~~quorum for action by the Architectural Review Board ARB shall be three members.~~

10.2 Duties. It shall be the duty of the Architectural Review Board ARB to regulate the external design, appearance, use, location and maintenance of the Properties and of any improvements. ~~(Article VI of the Declaration of Covenants and Restrictions.)~~

10.3 Procedures. The Architectural Review Board shall formulate general guidelines and procedures and submit them for confirmation to the Board of Directors. Such guidelines and procedures shall be considered adopted policy of the Architectural Review Board unless rejected by a two-thirds vote of the Board of Directors within 30 days of the date of submittal. The adopted guidelines and procedures shall be incorporated in the Book of Resolutions and the Architectural Review Board ARB shall act in accordance with such guidelines and procedures the Architectural Control Rules authorized under §7.1(b) of the Declaration of Covenants and Restrictions.

Brent wanted to require 4, not 3, members to be current residents. Brian moved, Kraig 2nded, to require all to be Oakbridge residents. Approved without objection.

Discussion of what would happen if a quorum of three couldn't be attained. Abigail said that the Board of Directors would then basically have to appoint itself.

Brent suggested "If vacancies within the ARB prevent a quorum from being met, the ARB may appoint Director(s) to serve on an as-needed basis." Abigail said the Board should be appointing the ARB, not the other way around.

Abigail: Leave off the part about "at the annual meeting". Brent: Leave off the part about "or whenever vacancies arise". Abigail: Say authorized "by", not "under".

This discussion constituted preliminary consideration of the proposed amendment; it was automatically postponed until the January meeting, at which time Richard said he'd have a revised draft incorporating all of the foregoing suggestions.

5C. Approval of 2021 Budget

This is the budget recommended by the Treasurer, based on an annual assessment of \$130 per household:

	2020	2021
	<u>Actual</u>	<u>Projected</u>
Cash Balance 1/1	6,931	16,305
<u>INCOME</u>	<u>18,720</u>	<u>18,850</u>
HOA Dues	18,720	18,850
Interest Income	0	0
<u>EXPENSES</u>	<u>9,346</u>	<u>15,678</u>
Lawn Care	3,292	3,358
Snow Removal	2,430	3,400
Water/Sewer	2,119	2,200
Insurance	898	925
Postage	0	110
Bank Fees	14	14
Office Supplies	0	111
Web Fees	0	132
Property Taxes	0	0
Income Taxes	0	0
Legal Fees	20	20
Landscaping Maint	0	1,600
Annual Filing Fee	10	10
Sidewalk Assessment	0	3,588
Curb & Gutter	553	0
Miscellaneous	10	10
Bookkeeping	0	250
<u>NET INCOME</u>	<u>9,374</u>	<u>3,122</u>
Cash Balance 12/31	16,305	19,426

Abigail asked if any community members had any comments. Tiffany wondered what would happen if, due to the pandemic, residents asked for some form of relief. Brian said the Board was willing to be flexible.

Brian moved, Kraig 2nded, to adopt the budget as recommended, including the dues of \$130 per household. Approved without objection.

5D. How To Handle Mailing Dues Notices

Laura, Mark, and Richard will handle the mailing. Board members will weigh in during the next week on the wording of the letter.

5E. 2021 Annual Meeting

(1) Approval of agenda: Abigail presented a draft agenda for the annual meeting scheduled for Jan. 6 at 7 PM via Zoom. Abigail moved, Kraig 2nded, to adopt it as modified to eliminate Speaker #2. Approved without objection.

(2) Approval of proxy form: Brian moved, Kraig 2nded, to adopt the proxy form drafted by the Secretary. The form was displayed on screen, and suggestions to add a sentence “To be delivered to the Secretary no later than noon on the date of the meeting” and to require e-mail addresses for the designated proxy holders were incorporated immediately. Resultant amended form approved without objection.

5F. Next Board Meeting

Brian moved, Kraig 2nded, to hold first Board meeting of 2021 immediately after the annual meeting, still on the same Zoom call, at 8:35. Approved without objection.

5G. Future Board Meetings

The consensus was to have only 4 Board meetings a year, dates to be determined at January Board meeting.

5H. Other Business

none

6. Announcements

none

7. Adjournment

Meeting adjourned at 8:59 PM.

Respectfully submitted,
Richard S. Russell, Secretary